

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 11
: :
CELSIUS NETWORK LLC, *et al.*,¹ : Case No. 22-10964 (MG)
: :
Debtors. : (Jointly Administered)
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DECLARATION OF SHARA CORNELL

I, Shara Cornell, pursuant to 28 U.S.C. § 1746, declare under penalty of perjury as follows:

1. I am a trial attorney for the United States Department of Justice, Office of the United States Trustee, with offices located in the Alexander Hamilton Custom House, One Bowling Green, Suite 534, New York, NY 10004. I am a member of the bars of the States of New York, New Jersey, and Illinois, and am admitted to practice law in the United States District Court for the Southern District of New York.

2. I represent William K. Harrington, the United States Trustee for Region 2, and am the Trial Attorney with responsibility for this case. I submit this declaration in support of the United States Trustee’s Motion for Order Directing Disgorgement of All Estate Funds Paid to Willis Towers Watson.

3. I reviewed the electronic docket in Bankruptcy Case No. 22-10964 (the “Bankruptcy Case”). I reviewed the Petition [ECF Doc. No. 1], Declaration of Alex Mashinsky [ECF Doc. No. 23], and all other corresponding documents filed in this Bankruptcy Case.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); Celsius US Holding LLC (7956); GK8 Ltd. (1209); GK8 UK Limited (0893); and GK8 USA LLC (9450). The location of Debtor Celsius Network LLC’s principal place of business and the Debtors’ service address in these chapter 11 cases is 50 Harrison Street, Suite 209F, Hoboken, New Jersey 07030.

4. I reviewed the Motion for Entry of Order (I) Approving the Debtors' Key Employee Retention Plan and (II) Granting Related Relief (the "Bonus Motion") filed at ECF Doc. No. 1021.

5. I reviewed the Declaration of Josephine Gartrell in Support of the Bonus Motion at ECF Doc. No. 1023.

6. I reviewed the Debtors' monthly operating reports and all bank statements provided to the United States Trustee in support thereof.

7. I reviewed the engagement letter provided to the United States Trustee from Willis Tower Watson, and executed by the Debtors on July 5, 2022.

8. I reviewed the invoices supplied by WTW to the United States Trustee on December 12, 2022.

9. I reviewed the cover letter to the documents provided pursuant to the Rule 2004 Order [ECF Doc. No. 1928]. In that cover letter, Willis Towers asserted that the documents provided were designated as "Confidential Material." In an abundance of caution, copies of the above referenced documents provided to the United States Trustee pursuant to the Rule 2004 Order by Willis Towers are not attached hereto but will be provided directly to the Court or any other party as directed by the Court.

I declare under penalty of perjury that the information contained in this Declaration is true and correct.

Dated: New York, NY
May 15, 2023

/s/ Shara Cornell
Shara Cornell